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CHARTER

AND

BY-LAWS

OF THE

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FRANKLIN INSTITUTE

OF THE

State of Pennsylvania,

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FOR THE

PROMOTION OF THE MECHANIC ARTS.

PHILADELPHIA:

WM. H. JONES & SON, PRINTERS,

NO. 510 MINOR STREET.

1864.
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AN ACT

To Incorporate the Franklin Institute of the State of Pennsylvania for the Promotion of the Mechanic Arts.

SECTION 1. *Be it enacted by the Senate and House of Representatives of the Commonwealth of Pennsylvania in General Assembly met, and it is hereby enacted by the authority of the same,* That the subscribers to the association called the Franklin Institute of the state of Pennsylvania for the Promotion of the Mechanic Arts, and all such persons as may hereafter be admitted members of the same, shall be, and they are hereby declared to be, a body politic and corporate, by the name and style of "THE FRANKLIN INSTITUTE OF THE STATE OF PENNSYLVANIA FOR THE PROMOTION OF THE MECHANIC ARTS," to have perpetual succession, to sue and be sued, implead and be impleaded, in all courts of record or elsewhere, to use a common seal, and break, alter, and renew the same at pleasure, and to take, hold, and enjoy lands, tenements, and hereditaments: *Provided*, that the yearly income of the real estates held by them shall not exceed two thousand dollars.

SECTION 2. *And be it further enacted by the authority aforesaid,* That the objects of the said corporation shall be the promotion and encouragement of manufactures and the mechanic and useful arts, by the establishment of popular lectures on the sciences connected with them, by the formation of a cabinet of models and minerals, and a library, by offering premiums on all objects deemed worthy of encouragement, by examining all new inventions submitted to them, and by such other measures as they may judge expedient.

SECTION 3. *And be it further enacted by the authority aforesaid,* That the members of said corporation shall con-

sist of manufacturers, mechanics, artisans, and persons friendly to the mechanic arts ; they shall pay such a sum annually, or in gross, as shall be required by the by-laws of the said corporation for an annual or life subscription: *Provided*, that nothing herein contained shall be construed to prevent the said corporation from electing honorary or corresponding members, who may be exempted from such payments and other duties of membership, in such manner and to such extent as may be prescribed by the by-laws of the said corporation.

SECTION. 4. *And be it further enacted by the authority aforesaid*, That the officers of the said corporation shall be a president, vice-president, a recording secretary a corresponding secretary, a treasurer, and twenty-four managers, who shall, together, constitute a Board of Managers of said corporation, and such other officers as the said corporation shall deem needful ; two-thirds of the managers shall be manufacturers or mechanics ; the said officers shall be elected at an annual meeting of the said corporation, to be held on the third Thursday in January ; if an election shall not take place on that day, the corporation shall not for that cause be dissolved, but an election shall be held as soon afterwards as may be, and until such election the officers in place shall continue to act ; public notice of all elections shall be given in such manner as may be prescribed by the by-laws of the said corporation ; the present officers of the said association are hereby constituted the officers of the corporation hereby created ; and shall continue to hold their respective offices till otherwise elected under the provisions of this act ; *Provided always*, that the said corporation shall have power to increase the number of vice-presidents and managers hereinbefore mentioned, to such number as may be deemed advisable and convenient, at a stated meeting of

the said corporation, the same public notice of such intended alteration being previously given as may be required to be given of the election of officers of the said corporation.

SECTION 5. *And be it further enacted by the authority aforesaid,* That the duties and rights of the members of the said corporation, the powers and functions of the officers thereof hereinbefore mentioned, and such others as may hereafter be added, the mode of supplying vacancies in office, the time of meeting of said corporation, and of the board of managers, the numbers which shall constitute a quorum at any such meetings, the mode of electing members, the terms of their admission, the causes which shall justify their suspension or expulsion from the corporation and all other concerns of the said corporation, shall be regulated by the by-laws and ordinances of the said corporation hereafter to be made, which the said corporation, is hereby authorized and empowered to make and alter, in the manner which may be therein mentioned: *Provided*, that the said by-laws or ordinances shall not be repugnant to, or inconsistent with, the constitution or laws of the United States or of this Commonwealth.

Office of the Clerk of the Senate of the Commonwealth of Pennsylvania,
March 30th, 1824.

I certify that the foregoing Bill passed both branches of the Legislature, and received the signature of the Governor on this day. As witness my hand the day and year above written.

(Signed,)

JOHN DUPUY, *Clerk.*

AN ACT

To amend and alter the Act incorporating the Franklin Institute of the State of Pennsylvania for the Promotion of the Mechanic Arts.

WHEREAS : The Act approved March Thirtieth, One thousand eight hundred and twenty-four, incorporating the Franklin Institute of the State of Pennsylvania, for the Promotion of the Mechanic Arts, has been found insufficient and inconvenient for accomplishing the objects of said corporation, and the said corporation has applied for alteration and amendment thereof.

SECTION 1. *Be it enacted by the Senate and House of Representatives of the Commonwealth of Pennsylvania in General Assembly met, and it is hereby enacted by the authority of the same.* That the present members of said corporation, and all such persons as may hereafter become members thereof shall be, and are hereby created a body politic and corporate by the name of the "FRANKLIN INSTITUTE OF THE STATE OF PENNSYLVANIA FOR THE PROMOTION OF THE MECHANIC ARTS," and shall have perpetual succession, be able to sue and be sued, to plead and be impleaded, to have and use a common seal, and the same to break, alter, and renew at pleasure, and shall be able to take, hold, purchase, and enjoy such real and other estates of any nature or kind whatsoever as they may obtain by purchase, devise, bequest or gift, and the same at their pleasure to sell, lease, mortgage, pledge, encumber, or dispose of as they may deem proper or convenient for promoting the objects of the said corporation ; and the said corporation shall have the like power over any real or other estates now owned or held by them. *Provided* that the clear yearly value of the real estate at

any time held by them shall not exceed ten thousand dollars.

SECTION 2. That it shall be lawful for the said corporation to raise funds for the payment of its present indebtedness, and for all other purposes of the said corporation, to create and sell such number of shares of stock at ten dollars each as may be deemed proper to represent the estates of the said corporation, and the certificates of such stock shall be in such form, be transferable in such manner, subject to such payments and entitle the holder thereof to such privileges as the said corporation may by its by-laws in reference to such stock grant and direct.

SECTION 3. The object of the said corporation shall be the promotion and encouragement of manufactures and the mechanical and useful arts, by the establishment of lectures on the sciences connected with them, by the formation of cabinets of models, minerals, machines, materials and products, by exhibitions and premiums, by a library, and by all such measures as they may judge expedient.

SECTION 4. The members of the said corporation shall consist of manufacturers, mechanics, artisans, and persons friendly to the mechanic arts, and of such stockholders in said corporation as may, by the by-laws, be entitled to the privileges of members; and every member shall pay such sum for an annual or life subscription as the by-laws of said corporation may require; and honorary and corresponding members may be elected at such times, and in such way, and with such privileges as said corporation may deem expedient.

SECTION 5. The said corporation shall be managed in such way, and by such number of officers, managers, and other persons as the by-laws may prescribe; and the powers

and functions of such officers, managers, and other persons, the rights and duties of members, the manner of their election, and the causes which may justify their expulsion or suspension, and all other concerns of the said corporation shall be fixed and regulated by its by-laws, which by-laws shall be adopted by said corporation at the first monthly meeting after the acceptance of this amended charter, and said by-laws shall be altered and amended only in the manner provided in said by-laws as then adopted.

SECTION 6. So much of the act to which this is a Supplement as is inconsistent herewith is repealed.

Office of the Secretary of the Commonwealth of Pennsylvania, April 25th,
1864.

I certify that the foregoing Bill passed both branches of the Legislature, and received the signature of the Governor on this day. As witness my hand the day and year above written.

(Signed,)

ELI SLIFER,

Secretary of the Commonwealth.

BY-LAWS.

ARTICLE I.—*Stock.*

Section 1. The Real and Personal Estates of the Institute shall be valued at *Sixty Thousand Dollars*, and shall be represented by *Six Thousand Shares* of stock of the par value of *Ten Dollars* each. Said shares shall be divided into two classes, viz:

First Class.—*Shares not registered for use:* on which no annual payment shall be charged or collected, and the holders thereof shall not have the privileges of members of the Institute, but may, if of legal age, vote at any annual election for officers, managers, and auditors, upon the payment of *One Dollar* upon each share of stock on which they may desire to vote: *Provided, however,* such share shall have been held by the same person at least three months before such election.

Shares of the First Class may be converted into shares of the Second Class at the pleasure of the owners; provided, the transfer be approved by the Board of Managers; but when

once so converted, they shall always continue in the Second Class.

Second Class.—*Shares registered for use:* on which *Three Dollars* per annum shall be due and payable in advance on the first day of October in each year, except as hereinafter provided.

All subscriptions to stock shall be approved by the Board of Managers before the certificate can be issued.

Sec. 2. The holders of stock registered for use, so long as they make the annual payment in advance, shall be entitled to the use of the library, lectures, and reading room; and if of legal age, to all other privileges of membership in the Institute: and shall, on the payment of *One Dollar* therefor, be entitled to a Certificate of Membership.

Sec. 3. If the annual dues for two successive years remain unpaid at the expiration of two-and-a-half years, on any share of stock registered for use, such share shall then become forfeited to the Institute; but such forfeiture may be remitted by a unanimous vote of the Board of Managers.

Sec. 4. Certificates for the First Class may be issued for any number of shares in a single certificate; but every certificate for the Second Class shall be for one share only.

Sec. 5. All certificates of stock shall be

signed by the President and Secretary ; shall be issued by the Actuary, and shall be transferable only on the books of the Institute by the owner or his legal representative on the surrender of the old certificate, and on the payment of the Stamp Tax, and of a fee of *twenty-five cents* for each certificate.

Sec. 6. No share of stock in the Second Class shall be transferred until all arrearages and fines are paid, and all books and tickets returned, and the transfer approved by the Board of Managers.

Sec. 7. The Board of Managers may, with any surplus funds, purchase shares of stock of the Institute, at a price not exceeding *Ten Dollars* per share.

Sec. 8. The shares of stock obtained by the Institute by legacies, donations, forfeiture, or purchase, may, by order of the Board of Managers, be re-sold, but not for a less sum than *Ten Dollars* per share.

Sec. 9. The property represented by the stock shall be kept amply insured against loss by fire, and shall not be sold, pledged, mortgaged, or encumbered in any way, unless by authority of a vote of two-thirds of the whole stock represented at a meeting of the stockholders, called for that purpose by public notice in at least three daily papers published in the City of Phi-

Philadelphia for one month previous to the day of meeting; the purpose of such meeting to be stated in the notice.

Sec. 10. Whenever, in the opinion of the Board of Managers, the increased value of the property of the Institute shall justify an increase in the number of shares of stock, they may, by resolution, provide for such increase, stating the number of additional shares to be created; and such resolution shall be submitted to a special meeting of the stockholders to be called for the purpose of acting on such resolution. Notice of such meeting of stockholders shall be given by publication in two daily papers printed and published in the City of Philadelphia daily for two weeks, and if at such meeting the resolution for such increase of stock shall be approved by the vote of a majority of the shares represented at such meeting, the capital stock shall be increased accordingly, and the shares so created shall be placed in all respects on the footing of the original shares of stock.

ARTICLE II.—*Members.*

Sec. 1. The members shall consist of manufacturers, mechanics, artisans, and persons friendly to the Mechanic Arts, and may be either annual contributors, life members, holders of stock registered for use, honorary or corresponding members.

Sec. 2. Any person, other than a holder of stock registered for use, desirous of becoming a member, shall be proposed by two members, and the Board of Managers shall vote on his application at their next stated meeting; provided, that the name of the candidate and of his proposers shall be conspicuously posted in the Hall for one month before his election.

Sec. 3. No person shall be entitled to the privileges of membership, unless he be of legal age, and shall have paid his annual contributions, and shall have signed the Charter and By-Laws.

Sec. 4. Honorary and Corresponding Members shall require for their election four-fifths of the votes of the members present at any meeting at which their nomination may be acted upon.

Sec. 5. Members shall be entitled to a Certificate of Membership on payment of *One Dollar*.

Sec. 6. Resignations shall be made to the Board of Managers in writing, but shall not be accepted until all dues, arrears, and fines have been paid, and books and tickets returned.

ARTICLE III.—*Payments.*

Sec. 1. Every member, other than a holder of stock registered for use, shall pay an annual contribution of *Five Dollars*; but the payment of *Fifty Dollars* within any one year shall con-

stitute a member for life, with an exemption from all annual payments.

Sec. 2. Stock registered for the use of persons not of legal age, shall be liable to the payment of only one-half the annual fees due upon stock registered for the use of the holders; provided, that when such persons arrive at legal age new certificates shall issue on payment of the customary fee.

Sec. 3. The annual payments of fees for membership shall be due and payable on the 1st of October of each year in advance; but all members elected after the 31st of January in each year shall pay in advance at the rate of *fifty cents* a month to the 1st of October next ensuing.

Sec. 4. The holder of not less than ten shares of stock in his own name, shall be exempt from annual fees, and may, by a unanimous vote of the Institute, be elected an Honorary Member.

ARTICLE IV.—*Officers.*

The officers shall be a President, three Vice Presidents, a Secretary, a Treasurer, twenty-four Managers, and three Auditors. Two-thirds of the Managers shall be manufacturers or mechanics.

ARTICLE V.—*Election of Officers.*

Sec. 1. An election for officers shall be held at the annual meeting on the third Thursday in January. At this election, the President, the Secretary, and the Treasurer shall be elected to serve one year, and one Vice President, eight Managers, and one Auditor shall be elected to serve for three years; provided, however, that at the first annual election succeeding the adoption of these By-Laws, in addition to the above named officers, eight Managers, one Vice President, and one Auditor shall be elected to serve two years, and eight Managers, one Vice President, and one Auditor shall be elected to serve one year; provided, further, that the officers now elected, or who may hereafter be elected, shall continue to serve until their successors be elected. No person shall be allowed to vote unless of legal age, nor unless all arrears are paid.

Sec. 2. All elections for officers of the Institute, shall be by ballot.

Sec. 3. The President shall, at the stated meeting in December, annually, appoint seven members of the Institute to conduct the election for officers to be held at the next annual meeting, and to act as judges of said election. They shall meet at the Hall of the Institute at four o'clock, P. M., on the day of the election, then

and there open the polls for said election, keeping the polls open until eight o'clock, P. M., and making a record of the name of each voter. On the closing of the polls they shall forthwith count the votes and report the result to the President.

In case any one or more judges of said election shall fail to attend, the judges present on the day of the election shall have power to fill the vacancies.

ARTICLE VI.—*President.*

It shall be the duty of the President, or, in his absence, of one of the Vice Presidents, in order of seniority of election, or, in their absence, of a President to be chosen *pro tempore*, to preside at all meetings of the Institute, and of the Board of Managers, preserve order therein, put all questions, and announce all decisions.

ARTICLE VII.—*Secretary.*

Sec. 1. The Secretary of the Institute shall be a person of scientific and literary attainments, and shall receive such annual compensation for his services as may be fixed by the Board of Managers.

Sec. 2. His duties shall be to receive members and strangers visiting the Institute; to take charge of the Library; to present and read at each meeting of the Institute a statement of

such scientific discoveries, mechanical improvements, or novelties in the arts or engineering, as he may deem of interest to the members; and to perform such other duties as he may deem advisable to promote the objects of the Institute, or such as may, from time to time, be designated by the Institute. He shall also answer all letters addressed to the Institute, except those relating to stock, finance, or of a business character; open and maintain such correspondence as may promote its interests; notify honorary and corresponding members of their election; and acknowledge all donations to the Library or Cabinets, in the *Journal*, and to the donors thereof at his discretion. He shall report, or cause to be reported, the proceedings of the Institute, and shall deliver the report thereof, or an abstract of it, to the editor for publication.

Sec. 3. In case of the absence or sickness of the Secretary, it shall be the duty of the President to appoint a person to perform the duties of the position *pro tempore*.

Sec. 4. The two Secretaries now in office shall serve until the Secretary whose duties are herein provided for shall be elected.

ARTICLE VIII.—*Treasurer.*

It shall be the duty of the Treasurer to receive from the Actuary all moneys and other

securities of the Institute, and deposit them, in the name of the corporation, in such institution as the Board of Managers may direct. He shall make no payments without written vouchers from the Board of Managers. He shall keep accurate accounts of the income and disbursements of the Institute, exhibit an accurate statement of his receipts and payments, and the condition of the finances of the Institute at each stated meeting of the Board of Managers, and whenever called on by them, and shall make an annual statement thereof at the annual meeting of the Institute. He shall give bonds for the faithful performance of his trust.

ARTICLE IX.—*Auditors.*

The Auditors shall examine the Treasurer's accounts and the vouchers of the Board of Managers, and of all Committees, comparing the same and vouching for their correctness.

ARTICLE X.—*Of Committees.*

Sec. 1. There shall be the following standing committees, each to consist of ten members, to be appointed by the President, who may be aided in his choice by nominations made at the annual meeting. All members notified of their appointment to any committees, if they do not decline before the next stated meeting, shall be considered members thereof.

1. On the Library.
2. On the Cabinet of Models.
3. On the Cabinet of Minerals and Geological Specimens.
4. On the Cabinet of Arts and Manufactures.
5. On Meteorology.
6. On Exhibitions.
7. On Meetings.

Sec. 2. There shall be a Committee on Science and the Arts, which shall consist of such members of the Institute as shall voluntarily enroll their names as members thereof in a book to be provided for the purpose, and who will, by enrolling their names, pledge themselves to perform such duties—to be therein described—as may devolve upon them, and to sustain by their labors the scientific character of the Institute.

The committee shall, within one month after the annual meeting of the Institute in each year, hold a meeting at which they shall elect a chairman and adopt rules for their government, not inconsistent with the By-Laws of the Institute. They shall hold other meetings at the call of their chairman. Sub-committees to examine any subject shall be appointed by the chairman, and shall make their reports in writing signed by the members thereof. It shall be the duty of the chairman to submit to the Institute at its stated

meetings, such reports of sub-committees approved by the general committee as he may deem of interest to the Institute, and such reports, when published, shall have attached to them the signatures of the sub-committees making them.

Applications for the examination of any subject, shall be made to the chairman of the committee; either by the Institute, or by the Secretary, who shall receive such applications from inventors and others, in the intervals between the stated meetings of the Institute.

Sec. 3. Each of the committees named in the first section, shall choose at their first meeting after their appointment, a chairman.

The committee on the Library and on Meetings, shall meet at least once in each month, the other committees at the call of their chairman.

Records of their proceedings shall be kept by the Actuary.

They shall report to the Institute, and shall be governed by such rules, not inconsistent with these By-Laws, as may be adopted by them respectively. All special committees must report to the Institute in writing, at the next meeting succeeding their appointment; otherwise they may be considered discharged.

Sec. 4. No bills for expenses incurred by committees shall be paid, unless certified to by such committee, at a regular meeting, and unless au-

thorized by the Board of Managers, and examined by the Auditors.

ARTICLE XI.—*Meetings.*

Sec. 1. On the third Thursday of each month, excepting in July and August, the Institute shall hold stated meetings. That on the third Thursday in January of each year shall be styled the annual meeting.

Sec. 2. Special meetings shall be called by order of the President, upon the request of the Board of Managers or the written application of twelve members of the Institute. Fifteen members shall constitute a quorum.

ARTICLE XII.—*Order of Business.*

Sec. 1. The stated meetings of the Institute shall be held at the hour of 8 o'clock, P. M.

Sec. 2. The order shall be as follows, except at the annual meetings :

1. Reading of the minutes.
2. Reception of reports from the officers or Board of Managers.
3. Reception of reports from the Secretary, and from committees on subjects pertaining to science or the arts.
4. Deferred business.
5. Consideration of reports.
6. Consideration of new business connected with science and the arts.

Sec. 3. At the annual meetings, the order shall be the same, but the scientific business shall be deferred until after consideration of the reports of officers, and of the Board of Managers; and the reception of the report of the judges of the election, shall always be in order.

Sec. 4. The order of business may be altered for any meeting, by a vote of two-thirds of the members present thereat.

ARTICLE XIII.—*Rules.*

The Institute at its meetings shall be governed by the following rules:

First. All resolutions must be presented in writing, signed by the mover; and must be seconded, and announced by the Chair, before consideration.

Second. Any member rising to speak, shall be announced by the Chair before proceeding.

Third. The name of the mover of any resolution, announced by the Chair, shall be entered in the minutes.

Fourth. No member shall be allowed to speak more than twice on any resolution, unless by special permission granted by the meeting, except he be the mover thereof, or the chairman of the committee reporting it, who shall have the privilege of closing the debate.

Fifth. The yeas and nays shall be called at

the request of five members. Each member attending any meeting of the Institute shall, as he enters the Hall, report his name to the Janitor, to be recorded in a book to be kept for the purpose.

Sixth. The Chair shall decide whether any resolution does or does not pertain to the objects of the Institute: and in the latter case shall decide it out of order.

Seventh. Nominations for officers to be elected at the annual meeting, shall be made at the stated meeting in December, and the names of nominees not declining, shall be published by posting in the Hall, thereafter until the election.

Eighth. The first four rules hereinbefore stated, or either of them, may, by a vote of two-thirds of the members present at any meeting, be suspended for that meeting.

ARTICLE XIV.—*Board of Managers.*

Sec. 1. All the officers of the Society, except the Auditors, shall be *ex-officio* members of the Board, to which shall be confided all matters of finance, all affairs of the Institute not immediately connected with scientific subjects, or with the mechanic arts, with authority to devise and execute all measures which may advance its interests, and to elect members, except Honorary and Corresponding Members.

Sec. 2. The Board of Managers shall keep regular minutes of their proceedings, which shall be open at all times to the inspection of members of the Institute.

Sec. 3. They shall at the annual meeting of the Institute, present a report of their proceedings and of the condition of the affairs of the Institute.

Sec. 4. They shall hold stated meetings once in each month. They shall elect their own officers, except the chairman who shall be the president of the Institute, and shall be at liberty to make by-laws for their own regulation, not inconsistent with the Charter, or with the by-laws of the Institute; provided, that the present chairman shall continue in office until the next annual election. Seven of their members shall constitute a quorum.

Sec. 5. All vacancies in the Board of Managers shall be filled at the next annual meeting of the Institute, after nomination and publication thereof, by posting the same in the Hall of the Institute, at least one month before such meeting.

ARTICLE XV.

Officers and Rules of the Board of Managers.

Sec. 1. *Officers.*—The President of the Institute, or in his absence the Vice President in order of seniority of election, or in the absence of both, a member elected *pro tempore*, shall preside at all meetings of the Board. Records of its proceedings shall be kept by the Actuary.

Sec. 2. *Meetings.*—The Board shall hold a meeting for the purpose of organizing, appointing committees, &c., on the fourth Thursday in January, and regular meetings on the second Wednesday of each month at 8 o'clock, P. M. Special meetings shall be called by the Actuary, on the order of the President, made at the written request of five members.

The notice for special meetings shall state the object thereof: and no other business shall be considered thereat.

Sec. 3. *Resignations.*—All resignations of members of the Board, after acceptance thereof, shall be reported to the Institute at its next stated meeting. Members who have not attended six regular meetings, prior to the stated meetings of the Institute in December, shall be reported thereat as having resigned, unless it be unanimously voted by the Board at its stated meeting in De-

member, that such member has been absent from reasons absolutely unavoidable.

Sec. 4. *Order of Business*.—The order at regular meetings shall be as follows :

1. Calling the roll.
2. Reading the minutes and acting thereon.
3. Reports from Standing Committees and Officers.
4. Reports from Special Committees.
5. Unfinished business.
6. New business.
7. Calling the roll.

Sec. 5. *Actuary*.—The Actuary shall be present at all meetings, keep the records of the proceedings of the Board ; notify committees of their appointments, and transmit to the chairman thereof documents relating to the object of their appointment : keep a roll of the Board, noting the attendance of the members thereon : notify members of the Board, by printed circulars, delivered at least two days previously to the holding of all meetings ; and act as Secretary of all Standing Committees of the Board, and of the Institute. The Actuary shall have charge of the Hall and other property of the Institute in conjunction with the Curators. He shall transact such general business of the Institute as the Board may direct. He shall act as publisher, and agent for the Journal of the Institute. He shall receive

and collect all moneys due to the Institute, and hand them over to the Treasurer. The Actuary shall be elected at the first meeting after the annual election, by the Board, and shall be entitled to such yearly compensation as they may determine. A suitable person shall be provided by the Board to act as Janitor, with the necessary assistants.

Sec. 6. *Standing Committees.*—The following Standing Committees, consisting of five members each, shall be appointed by the Chairman and approved by the Board, viz:

1. On Instruction.
2. On Election and Resignation of Members.
3. On Stocks and Finance.
4. On Publications.

It shall be the duty of these committees to keep regular minutes of their proceedings, and report them monthly to the Board.

Sec. 7. *Curators.*—Two Members of the Board of Managers shall be selected by the Board at the first meeting held after the annual election, to serve as Curators for the ensuing year. They shall have charge of all the property of the Institute, except such records, papers and books, as may be assigned to the officers. They shall keep regular minutes of their proceedings, and report the same to the Board at its regular meetings.

Sec. 8. *Professorships*.—There shall be Professors of Chemistry, Natural Philosophy, Mechanics, and other departments, as the Board of Managers may direct—to be elected by the Board, and to receive such compensation as the Board may, from time to time, determine.

ARTICLE XVI.—*Amendments*.

These By-Laws may be altered in the following manner:

Propositions for amendments shall be made at a stated meeting in writing. They may be considered when presented, but shall be acted upon at the next stated meeting, and shall be considered adopted, when agreed to by two-thirds of the members present; except in the case of Article I, relating to Capital Stock, which cannot be altered unless agreed to by a majority of the stock represented. In all cases notice of proposed amendments shall be given by publication weekly in two or more newspapers published in the City of Philadelphia, and such publication be continued till the proposed amendments are disposed of.

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